



VERSION 1.0
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BDS

TOKEN TERMS

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FOREWORD

Dear Investors,

Firstly, we would like to express our deepest gratitude to all of you.

BDS Holding LLC was established in the United States with the goal to revolutionize the real estate industry by integrating blockchain technology. In line with this vision, the Company has established a strategic partnership with Big Group from Vietnam to implement investments and develop a comprehensive real estate ecosystem.

Big Group is a corporation specialized in planning, investing, and operating real estate projects, amongst which are several rental buildings and residential areas across the country. Comprised of experts and advisors from various fields such as finance, investment, legislation, media and public relations, etc., Big Group is deemed to be a qualified partner to support the Company's expansion strategy. This cooperation will allow BDS to manage the funds, develop the ecosystem, enhance investment effectively and efficiently, as well as to contribute magnificent yet useful constructions in one of the fastest-growing countries of the region.

In order to build an effectual investment ecosystem and attract more capital to the promising real estate sector in Vietnam, the Company is determined to issue a new investment vehicle: the BDS token. This utility token is a breakthrough blockchain technology solution - A tool that connects the current investment system with the digital world. The token will offer better opportunities to investors and render more services and benefits in terms of interest rates, commissions and transaction limits for token holders.

The token will be distributed in separate offerings, the proceeds from which will be used to invest in real estate projects and develop additional applications and features in the ecosystem. The initial offering is scheduled to begin on January 30, 2021, and investors having participated in the BIG ecosystem are set as prioritized purchasers. Accordingly, investors subscribing during the initial offering will enjoy a variety of rewards including but not limited to better price and other financial and investment advantages.

The Company is looking forward to receiving your support and participation during the initial offering of the BDS token. We hope to explore new potentials, strengthen the Company's domestic and international partnerships, and diversify blockchain-based features and applications in the real estate industry.

One more time, we would like to extend our sincere appreciation to respected investors, partners and clients who have always accompanied us on our journey!

Yours faithfully,

The Project Management Team



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BDS TOKEN TERMS

I

OVERVIEW

BDS Holding LLC is a Georgia-based company established with the mission to become the pioneer in integrating technology into real estate investments and business. The Company selects Vietnam as its first target market because of the country's favorable investment conditions along with policy incentives from the Government in blockchain technology applications as the country makes adjustments to proactively participate in the Fourth Industrial Revolution. Therefore, BDS Holding decided to partner with Big Group, a technology-oriented real estate incorporation in Vietnam, to boost the investment into construction projects and develop a multi-feature ecosystem for this market.

Throughout the course of ten years of operations, Big Group has been successfully building a crowdfunding model for the real estate community. This model enables investors with small capital and limited resources to collectively invest in well-planned projects, directed and advised by leading experts. This helps to utilize decades of experience and knowledge of the specialists, leverage the resources of the whole community, minimize the risks of individual investments, and create opportunities for individual and institutional investors with modest capital and lack of experience in the field.

The BIG ecosystem is integrated with essential features such as depositing capital into real estate projects in small batches, renting and leasing houses, apartments, offices and premises, registering training courses on investment, and connecting with other users in the ecosystem for benefit sharing.

The success of Big Group with this model is a solid evidence for its distinctive capability in the technologization of real estate, promising to assist the Company in implementing projects, enhancing investment efficiency and contributing elegant works for the country.

Explore and participate in Big Group's real estate community at:

- Big Group's website: www.biggroup.vn
- Project website: www.bigbds.io

II

BDS TOKEN

1. Introduction

To adapt to the 4.0 Industrial Revolution and widely introduce the proven-successful real estate crowdfunding model, BDS Holding issues the BDS token and coordinates with Big Group to broaden the features and applications of the token. Any investor can now participate in a wide range of projects and enjoy great profits from the vast ecosystem.



What is BDS?

BDS is an ERC-20 token merged with all the technical standards developed on the basis of Ethereum. This token is designed to not only represent but also to be used and redeemed for all the features and activities in the BIG ecosystem.

The token offering aims at attracting investments for existing and future real estate projects of the BIG ecosystem and offering extra benefits to clients using services and products offered by the ecosystem. The token works as an effective investment tool for clients of all magnitude.





The difference between BDS token and typical real estate tokens

While previous real estate tokenizations projects focused only on the direct ownership of one underlying property, BDS is the core of a whole ecosystem and equipped with a variety of features and functions. Thereby, instead of benefiting from one single property, holders are also entitled to enjoy the value of several projects as well as utilities and services in the system.



Specifications of the BDS token are listed below.

	Specifications
Ticker Symbol	BDS
Logo	 
Type	Utility Token
Standard	ERC20
Smart contract	0x88dfA1b25EE7Cdada6386bE9299e59dc298EFC46
Max supply	1,000,000,000 token
Issuer	BDS Holding LLC A U.S.-based company offering support for the real estate businesses, including applying technology into the conventional business as well as financing projects.
Implementer	Big Group <ul style="list-style-type: none"> • A pioneer in developing technology-based crowdfunding model for the real estate sector in Vietnam; • A team of managers and advisors seasoned in investing, exploiting and operating large-scale projects; • Ongoing and under-operation projects: Big Angel Tower Saigon, Nguyen Huu Tho Rental Apartment Building and Huynh Tan Phat Rental Apartment Building (HCMC), Phan Huy Thuc Rental Building (Da Nang), etc.
Features	<ul style="list-style-type: none"> • Determining investment benefits in the BIG ecosystem: <ul style="list-style-type: none"> ✓ Better investment interest rates; ✓ Rent discount; ✓ Tuition discount for investment courses; ✓ Participation in seminars held by the Group; ✓ Consultancy on investment and exploitation of properties. • Additional financial services: <ul style="list-style-type: none"> ✓ P2P lending & borrowing; ✓ Receiving loans with invested assets as the collaterals. • A vehicle that travels between the existing crowdfunding platform and the future digital one: conversion between Bigshare points and BDS tokens.
Value Drivers	<ul style="list-style-type: none"> • The biginvest.vn crowdfunding platform: <ul style="list-style-type: none"> ✓ Participation in the online investment community with leading experts' guidance, guaranteeing better opportunities, lower risks compared to putting all resources into a single project; ✓ Revenue from real estate business activities of the entire BIG ecosystem; ✓ The applicability of the token in profit growth and cost reduction; • Financial and instant liquidity benefits such as P2P borrowing, system-offered loans, token trading on digital exchanges and way more; • Backed and supported by high profile strategic advisors, leaders, and token holders with great social influence; • Token value backed by actual business operations;



2. Features

Investment benefits

- **Daily rewards up to 15%/year**

Token holders will receive daily rewards at the rate of 12%/year. Holders may also 'hodl' tokens at certain quantities and for fixed periods to enjoy a higher rate of up to 15%/year.

- **Rent discount**

Token holders can optimize their business efficiency with rent discounts of up to 50%, calculating based on the amount of BDS tokens in their accounts.

- **Tuition discount for investment courses**

Training courses and seminars on real estate investment are frequently held to update knowledge for clients and the community. Holders can save up to 50% for training programs held by Big Group, depending on the tokens under their ownership.

- **Real estate investment & exploitation support**

Holders will be supported by the ecosystem including consultancy and funding for investment and exploitation of personally-owned properties. Potential projects owned by shareholders can be invested by the ecosystem—after careful evaluation and appraisal.

Additional financial services

- **Credit loans with invested assets as collaterals**

Holders can deposit tokens into the system to receive loans in other digital assets or fiats to settle their basic needs or capture other high-yield investment opportunities. The applicable interest rates are determined by the amount of token held in their accounts.

- **P2P lending & borrowing**

BDS owners can be funded by other investors in the ecosystem to realize great real estate projects and enjoy mutual profits. The token will determine the capital an investor can receive from other investors in the system.

Convertibility to Bigshare points used on the Big Invest system

BDS token is convertible into Bigshare points used for investment activities on the Big Invest system. The conversion rate will be updated by the time the feature is officially launched and depends on the value of the token in the market.



3. Distribution

In order to ensure the long-term growth of the BDS token, the Company has proposed a distribution plan to enhance investors' interests and, at the same time, encourage leaders and advisors to give all their efforts for the Company to be managed and operated in the best way.

Board of Directors and Board of Management

30% of tokens will be distributed to the Board of Directors while the Board of Management holds 5%.

These tokens will be subjected to vesting based on the Company's development. This is to ensure that the team will be dedicated to the Company's benefits, hence come up with the most appropriate business plans for maximum profits for investors in the ecosystem.

Advisory board

10% of the tokens will be distributed to the Company's professional advisors. The advisory board plays a significant and irreplaceable role in the pathway of the ecosystem as the real estate sector requires acumen and assertive minds and is also bound by numerous regulations, procedures and policies by the Government.

The tokens are also subject to vesting periods to ensure long-term companionship, all for the sustainable success of the ecosystem.

Major shareholders

10% of tokens will be distributed to shareholders with more than 5% ownership of the Company to ensure the interests of individuals who have been contributing not only their capital but also their dedications to the Company's operation. Reasonable vesting is applied to the tokens to ensure a stable value of the tokens while still ensuring the rights of the shareholders.

Reserves

15% of the tokens will be allocated as reserves for unexpected situations such as changes in markets, in governmental policies, or force majeure events. As the real estate market is subject to volatility, the reserves will ensure that the Company operates smoothly and stably.

Marketing and community building

In order to popularize BDS tokens to the real estate community in particular and digital asset investors in general, community building campaigns such as Airdrops and Lucky Draw will be conducted at the same time with the token offerings.

10% of tokens will be used for these activities, which will be subjected to vesting periods to maintain token value and allow time for project construction and development.

Investors

20% of tokens are distributed to individual and institutional investors. These tokens will not be subject to vesting to ensure maximum interest and liquidity for investors. The Company, however, will continuously offer promotional programs to encourage long-term holding for increasing token value over time.

The table illustrates token distribution and vesting periods:

Distribution	Percentage	Total supply	Vesting period
Board of Directors	30%	300,000,000	12-month vesting
Board of Management	5%	50,000,000	12-month vesting
Advisory board	10%	100,000,000	12-month vesting
Major shareholders	10%	100,000,000	12-month vesting
Reserves	15%	150,000,000	Non-applicable
Marketing and community building	10%	100,000,000	Non-applicable
Investors	20%	200,000,000	Non-applicable
Total amount	100%	1,000,000,000	

4. Use of proceeds

BDS Holding will authorize Big Group to use the proceeds from token offerings to invest in specific projects from time to time and to develop the BIG ecosystem.

Upon each token sale, full information about the ongoing project will be presented by the Company to provide investors with a better understanding of the Company's operation purposes and smart investment plans, thereby winning their trust and making them long-term companions of the BIG ecosystem. The prominent strengths of Company lie in its powerful team of specialists with extreme expertise in various fields, based on which all real estate projects will be assessed, in terms of both profitability and effectiveness, before making an investment decision. Hence, the risks are reduced and the efficiency is enhanced - a result that all small-scale investors want from their investments.

Furthermore, additional features will be developed in the system as well as in the general market to ensure that the token value is always parallel with its applicability.

At the same time, offline marketing events will be conducted in big cities and provinces across the country to attract the attention of the community and create a great resonance for the BIG system among real estate investors. These events enable users to experience the features of the BIG ecosystem for free, by which they will perceive long-term benefits, leading to their participation in the investment community.

With its steady growth over the past decade, the BIG ecosystem has proven its efficiency and the wisdom of the leaders and advisors in appraising, implementing and managing investors' capital at the criterion of sharing benefits.

With the aspiration that everyone can enjoy the value of real estate, the Company designed BDS token as the foundation for all activities in its system. As the Company conducts more offerings for its future projects, the utilities of the token will also be developed, not only in the BIG ecosystem of Big Group but also on domestic and foreign investment and payment networks.



5. Roadmap for BDS token and the BIG ecosystem

BDS token is planned to be an investment vehicle in the BIG ecosystem and tradable on digital platforms to ensure the token's continuous increase in value, offering high interest for investors.

Timeline	Objectives
March 2021	Launching course registration feature in the BIG ecosystem
April 2021	Launching P2P transaction feature on the VNDC platform
May 2021	Listing on Nami Exchange Launching Credit Lines feature (with BDS tokens as collaterals) for loans of other digital assets on the VNDC platform
June 2021	Launching renting feature in the BIG ecosystem
August 2021	Enabling personally-owned property leasing in the BIG ecosystem
October 2021	Enabling P2P lending between investors in the BIG ecosystem
December 2021	Enabling Bigshare point conversion

** The information herein is for reference only and subject to changes and updates as announced by the Company from time to time.*



GENERAL AND UTILITY DISCLAIMERS

These materials (the “**Materials**”) are not intended to be an offer to sell or a solicitation of any offer to buy, any security or other financial instrument or to invest in the BDS token and are for informational, illustration and discussion purposes only. These materials are as of January 25, 2021, may not be complete or final, may be estimated, are subject to change and do not contain all material information regarding an investment, including specific information relating to an investment’s risks. The offering of the BDS token has not been registered, qualified, or approved under any securities, futures, financial instruments, capital markets, or exchange control legislation, regulation, or ordinance of any jurisdiction. In all jurisdictions, the offer to sell and solicitation to buy a BDS token is directed solely to qualified institutional investors, qualified professional investors, and those other sophisticated persons to whom offers and solicitation may be made without any licensing, registration, qualification, or approval under applicable law (collectively, “**qualified persons**”). These materials do not constitute an offer, distribution, solicitation, or marketing to any non-qualified person, and is not an offering to the retail public in any jurisdiction where such offering is unlawful. You should disregard this information sheet if you are a non-qualified person. Before you decide to invest in a BDS token, you should carefully read Big Holding LLC (the “**Company**”)’s documents and consult with your own advisors. An investment in a BDS token is speculative and involves risks, which you should understand prior to making an investment. A BDS token will fluctuate in value, and may be volatile, especially over short time horizons. Opinions, assumptions, assessments, statements or the like regarding future events or which are forward-looking, constitute only subjective views, beliefs, outlooks, estimations or intentions of the Company LLC, should not be relied on, are subject to change due to a variety of factors, including fluctuating market conditions and economic factors, and involve inherent risks and uncertainties, both general and specific, many of which cannot be predicted or quantified and are beyond the control of the Company. The Company does not make any representation or warranty as to the accuracy or completeness of the information contained in these materials. The Company has no obligation to update or keep current any information or projections contained in these materials. There can be no assurance that the tokens will ever be issued or dividends will be paid; BDS is subject to complex, evolving and expansive U.S. and foreign laws and regulations; the Company has limited operating history, which makes it hard to evaluate its ability to generate revenue through operations; token holders generally will not have voting rights or ability to influence the Company’s decisions; the Company may be forced to cease operations; the Company may not successfully develop, market and launch the BIG ecosystem, and, even if launched the BIG ecosystem system may not be widely adopted and may have limited users and could be subject to significant competition; prices of blockchain assets are extremely volatile and fluctuations in the price of digital assets could materially and adversely affect the Company’s business. Token holders shall not be entitled to any utility functionality as part of the token. Nevertheless, the Company expects to endeavor to provide certain additional benefits to holders of the tokens in the future (the “**discretionary benefits**”). These will not be a part of the terms and conditions of the tokens, but rather benefits voluntarily provided by the Company to token holders. These discretionary benefits may be withdrawn or changed at any time at management’s discretion.

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THE INITIAL OFFERING

I ABOUT THE INITIAL OFFERING

In the initial offering, BDS tokens will be distributed under the **DIPO (Digital Initial Private Offering)** model exclusively owned by **LiveTrade LTD.**, a FinTech company specialized in financing and investment solutions integrating blockchain technology for enterprises and projects. The application of this model ensures transparency and compliance with the regulatory requirements of the U.S. Securities and Exchange Commission (SEC), unlocking the door for the token to list on international exchanges in the future.

Whereas, only 400,000 (Four hundred thousand) tokens will be distributed via the DIPO feature now integrated into the **VNDC Wallet Pro** application. These very first tokens are specially offered to investors who have been supporting the BIG ecosystem. The token's price is expected to increase along with the business growth and will be valued at market price in subsequent offerings. In addition, the Company will extend the preferential policies and benefits for holders during this first stage, making this initial offering the best opportunity to own BDS tokens and enjoy maximum benefits.

CRITERIA	DETAILS
Distributed tokens	3,000,000
Initial price	20,000 VND
Minimum purchase	50 (equivalent to 1,000,000 VND)
Payment methods	Stablecoin (VNDC, USDT)
Offering period	01/30/2021 – 03/30/2021

II DISTRIBUTION POLICIES AND AIRDROPS

10% of the initially issued tokens will be spent on the distribution policies and Airdrop programs to attract users and increase brand awareness. Specific policies are as below or may be updated on the Company's official channels from time to time.

1. Commissions for referrers

Amount of tokens referred	Equivalent in VND	Commission per transaction	Commission on total transactions
50 – 1,000	1 million – 20 million	1.00%	2.00% of the total transactions upon surpassing 100,000 tokens
1,001 – 5,000	Over 20 million – 100 million	1.50%	
5,001 – 15,000	Over 100 million – 300 million	2.00%	3.00% of the total transactions upon surpassing 200,000 tokens
15,001 – 30,000	Over 300 million – 600 million	3.00%	
Over 30,000	Over 600 million	4.00%	

2. Airdrop

Any VNDC platform users with at least 5,000,000 VNDC in their accounts will be rewarded with 1 BDS token. Tokens from the Airdrop can be freely traded once the initial offering ends. In addition, a special bonus will be applied exclusively to existing members of the BIG ecosystem.

III USE OF PROCEEDS

Most of the proceeds from the DIPO will be invested in the **Big Lao Cai Building** project planned and operated by Big Group.

Exterior perspective:



Besides, a part of the proceeds will be used for the development of additional features and applications of the token in accordance with the Roadmap herein.

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TOKEN HOLDER POLICIES

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USER LEVELS

User levels (Platinum, Gold, Silver, Copper, Basic) are determined by the number of BDS held in their accounts. Specific policies may be updated by the Company from time to time.

User levels	Held tokens	Term of holding
Platinum	500,000	12 months
Gold	200,000	9 months
Silver	100,000	6 months
Copper	50,000	3 months
Basic	25,000	Not required

II

USER POLICIES

1. Daily rewards

Holders are entitled to an interest rate of 12% per year, paid in BDS. They may also decide to 'hodl' the tokens to receive an investment rate of up to 15%/year in addition to other exclusive offers for users putting trust in the sustainable development of the ecosystem. Specific policies will be updated on the Company's official channels from time to time.

2. Other benefits

Other rights and benefits such as rent and tuition discounts, investment & exploitation support, credit lines with invested assets as collaterals and P2P lending and borrowing as well as conversion from BDS tokens to Bigshare points will be updated on the Company's official channels.

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LEGAL DOCUMENTS

Control Number : 21021157

STATE OF GEORGIA

Secretary of State

Corporations Division

313 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF ORGANIZATION

I, **Brad Raffensperger**, the Secretary of State and the Corporation Commissioner of the State of Georgia, hereby certify under the seal of my office that

BDS Holding LLC

a Domestic Limited Liability Company

has been duly organized under the laws of the State of Georgia on **01/27/2021** by the filing of articles of organization in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on **01/27/2021**.



Brad Raffensperger

Brad Raffensperger
Secretary of State

BDS Holding LLC



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